## SHOOK, HARDY & BACON

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KANSAS OFFICE 9401 INDIAN CREEK PARKWAY OVERLAND PARK, KANSAS 66210 (913) 451-6060

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June 8, 1992

Steven C. Parrish, Esq. Vice President and General Counsel Philip Morris U.S.A. 120 Park Avenue New York, New York 10017

Dear Steve:

Please find enclosed a summary I prepared and sent to Jim Boland at his request after our meeting last week.

With best personal regards.

Sincerely,

Bernard V. O'Neill, Jr.

BVO:jpm Enclosure

RECEIVED

JUN 1 1 1992

STEVEN C. PARRISH PM MANAGEMENT COLL 202337268

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